

The Companies Act 1985 to 1989

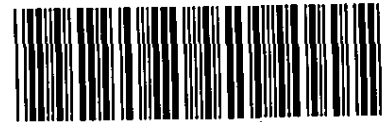
PRIVATE COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

ROCK INVESTMENT HOLDINGS LIMITED

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COMPANIES HOUSE

- 1 The name of the Company is "**Rock Investment Holdings Limited**"
- 2 The Company is to be a Private Company
- 3 The registered office of the Company will be situate in England
- 4 The objects for which the Company is established are -
 - (a) To purchase, rent, lease, obtain in exchange or otherwise acquire any freehold, leasehold or other property in land, buildings (whether residential, commercial, industrial or otherwise) houses, businesses, ground rents, chief rents, mortgages, loans, debentures, stocks, shares, bonds, policies, debts or obligations and to hold the same as investments of the Company and to enjoy the income therefrom and to act as property dealers or to manage, let, rent, develop, modernise, convert, lease, furnish, sell or otherwise dispose of the same in such manner as the Company may deem fit, as estate agents, accommodation and letting agents, business transfer agents, insurance and mortgage brokers and agents, hire purchase agents, financiers and investments advisers and consultants, rent collectors, management consultants, hoteliers and to provide maintenance services for all or any of the above or otherwise, all as the Company sees fit
 - (b) To carry on all or any part of the business or businesses as builders in all its branches, as painters, decorators, contractors, glaziers, plasterers, paperhangers, plumbers, joiners, carpenters, cabinet makers, electricians or otherwise, to undertake or direct the management of any property belonging to the Company or to other persons, and to transact on commission or otherwise the business of land and investment managers, and to do all or any of the above acting as principals, agents, brokers, contractors, trustees, appointees, lessors, lessees or otherwise either in the United Kingdom or elsewhere
 - (c) To carry on any other business of any description which may seem to the Company capable of being advantageously carried on in connection with or ancillary to the objects of the Company or calculated directly or indirectly to enhance their value or render them more profitable

(d) To purchase, sell, exchange, improve, mortgage, charge, rent, let on lease, hire, surrender, license, accept surrenders of, and otherwise acquire and deal with any freehold, leasehold or other property, chattels and effects, erect, pull down, repair, alter, develop or otherwise deal with any building or buildings and adapt the same for the purposes of the Company's business.

(e) To purchase or otherwise acquire all or any part of the business or assets of any person, firm or Company, carrying on or formed to carry on any business which this Company is authorised to carry on or possessed of property suitable to the purposes of this Company, and to pay cash or to issue any shares, stocks, debentures or debenture stock of this Company as the consideration for such purchase or acquisition and to undertake any liabilities or obligations relating to the business or property so purchased or acquired.

(f) To conjoin with any person or body for the purpose of carrying on any business or transaction within the objects of the company and to enter into such arrangements for co-operation, sharing profits, losses, mutual assistance, or other working arrangements as may seem desirable.

(g) To apply for, purchase or otherwise acquire any patents, licences or concessions which may be capable of being dealt with by the Company, or be deemed to benefit the Company and to sell, license, lease or grant rights thereto.

(h) To sell, let, license, develop or otherwise deal with the undertaking, or all or any part of the property assets or rights of the Company upon such terms as the Company may approve, with power to accept shares, debentures or securities of, or interests in, or guarantees by, any other Company.

(i) To invest and deal with the moneys of the Company not immediately required for the purposes of the Company in such shares or upon such securities and subject to such conditions as may seem expedient

(j) To lend and advance money, give credit or guarantees, act as surety to such persons, firms or Companies, upon such terms and with or without security and subject to such conditions as may seem desirable.

(k) To guarantee the payment of any debentures, debenture stock, bonds, mortgages, charges, obligations, interest, dividends, securities, moneys or shares or the performance of contracts or engagements of any other Company or person and to give indemnities and guarantees of all kinds and to enter into partnership or any joint purse arrangement with any person, persons, firm or Company, having for its objects similar objects to those of this Company or any of them.

(l) To borrow or raise money in such manner as the Company shall think fit, the borrowing powers of the Company to be unlimited, and in particular, by the issue of debentures or debenture stock, charged upon all or any of the Company's property, both present and future, including its uncalled capital, and to re-issue any debentures at any time paid off.

(m) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, debentures, warrants, and other negotiable documents

(n) To purchase, subscribe for, or otherwise acquire and hold shares, stocks or other interests in, or obligations of any other Company or corporation.

(o) To remunerate any person firm or Company for services rendered or to be rendered in placing or assisting to place any of the shares in the Company's capital or any debentures, debenture stock or other securities of the Company or in or about the formation or promotion of the Company or the conduct of its business.

(p) To pay out of the funds of the Company all costs and expenses of or incidental to the formation and registration of the Company and the issue of its capital and debentures including brokerage and commission

(q) To promote or aid in the promotion of any Company or Companies for the purpose of acquiring all or any of the property rights and liabilities of this Company or for any other purpose which may seem directly or indirectly calculated to advance the interests of this Company

(r) To make payments towards insurance and to support and subscribe to any charitable or public object and any institution, society, club or association which may in any way benefit the Company or its employees and to give pensions, gratuities or charitable aid or to establish and support or assist in the establishment and support of funds and trusts calculated to benefit directors or ex-directors, employees or ex-employees of the Company or their wives, children or other relatives or dependants.

(s) To remunerate the Directors of the company in any manner the Company may think fit

(t) To aid, financially or otherwise, any association or body having for an object the promotion of trade or industry

(u) To act as or through trustees, agents, secretaries, managers, brokers or sub-contractors, and to perform the duties of any office undertaken by the Company

(v) To procure the Company to be registered or recognised in any overseas country or place, and to exercise any of the objects or powers aforesaid in any part of the world

(w) To distribute any property of the Company in specie among the members


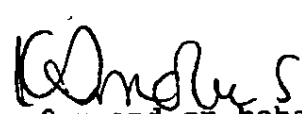
(x) To do all such other things as are incidental or conducive to the attainment of the above objects or any of them.

It is hereby expressly declared that the foregoing sub-clauses shall be construed independently of each other and none of the objects therein mentioned shall be deemed to be merely subsidiary to the objects contained in any other sub-clauses.

5 The liability of the members is limited.

6 The Share Capital of the Company is £1,000,000 divided into 1,000,000 Ordinary Shares of £1 each, with power to increase or to divide the shares in the capital for the time being, into different classes having such rights, privileges and advantages as to voting and otherwise, as the Articles of Association may from time to time prescribe.

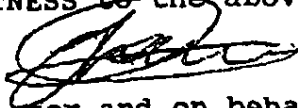
We, the Subscribers to this Memorandum of Association, wish to be formed into a Company pursuant to this Memorandum; and we agree to take the number of Shares shown opposite our respective names.

Names and Addresses of Subscribers	Number of Shares taken by each Subscriber
 for and on behalf of QA NOMINEES LIMITED THE STUDIO ST NICHOLAS CLOSE ELSTREE HERTS WD6 3EW	ONE
 for and on behalf of QA REGISTRARS LIMITED THE STUDIO ST NICHOLAS CLOSE ELSTREE HERTS WD6 3EW	ONE

DATED

15/1/05

WITNESS to the above signatures:-



for and on behalf of
QUICK ACCESS FORMATIONS PLC
THE STUDIO
ST NICHOLAS CLOSE
ELSTREE
HERTS
WD6 3EW



ARTICLES OF ASSOCIATION

OF

ROCK INVESTMENT HOLDINGS LIMITED

(ADOPTED BY SPECIAL RESOLUTION OF THE COMPANY ON 8 April 2008)

Wallace LLP

Solicitors

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THE COMPANIES ACT 1985

PRIVATE COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION

OF

ROCK INVESTMENT HOLDINGS LIMITED

1 INTERPRETATION

1 1 In these Articles "Table A" means Table A in the Schedule to the Companies (Tables A to F) Regulations 1985 as amended prior to the adoption of these Articles. Save as otherwise specifically provided in these Articles, words and expressions which have particular meanings in Table A shall have the same meanings in these Articles.

1 2 In these Articles, the following words have the following meanings,

A Director any director appointed to the Company by holders of the A Shares,

A Share an ordinary share of £1 in the capital of the Company designated as an A Share,

the Act the Companies Act 1985 as amended prior to adoption of these Articles,

the Articles the articles of association of the Company,

B Director any director appointed to the Company by holders of the B Shares

B Share an ordinary share of £1 in the capital of the Company designated as a B Share,

Business Day a day (other than a Saturday or Sunday) when clearing banks in the City of London are open for business,

Group in relation to a company (wherever incorporated), that company, any company of which it is a Subsidiary (its holding company) and any other Subsidiaries of any such holding company, and each company in a Group is a member of the Group

Unless the context otherwise requires, the application of the definition of Group to any company at any time will apply to the company as it is at that time,

- 1 3 References in these Articles and in Table A to writing shall be construed as including references to any method of representing or reproducing words in a legible and non-transitory form
- 1 4 References in these Articles to paragraphs and sub-paragraphs are to the paragraphs and sub-paragraphs of the Article and paragraph in which they appear
- 1 5 Headings in these Articles are for convenience only and shall not affect the interpretation hereof

2. ADOPTION OF TABLE A

- 2 1 The Regulations contained in Table A shall, except where they are modified or excluded by these Articles or are inconsistent herewith, apply to the Company and, subject to any such modifications, exclusions or inconsistencies, shall together with these Articles constitute the articles of association of the Company to the exclusion of any other regulations set out in any statute or in any statutory instrument or other subordinate legislation
- 2 2 Regulations 2, 8 to 22 (inclusive), 24, 26, 32 to 35 (inclusive), 40, 41, 50, 54, 57, 58, 60 to 62 (inclusive), 64 to 66 (inclusive), 73 to 80 (inclusive), 88 to 90 (inclusive), 94, 109, 110, 112, 115 and 117 of Table A shall not apply to the Company

3 SHARE CAPITAL

- 3 1 The authorised share capital of the Company at the date of adoption of these Articles is £1,000,000 divided into 500,000 A Shares and 500,000 B Shares
- 3 2 Except as otherwise provided in these Articles, the A Shares and the B Shares shall rank *pari passu* in all respects but shall constitute separate classes of shares
- 3 3 On the transfer of any share as permitted by these Articles
- (a) a share transferred to a non-member shall remain of the same class as before the transfer, and
 - (b) a share transferred to a member shall automatically be redesignated on transfer as a share of the same class as those shares already held by the member

If no shares of a class remain in issue following a redesignation under this paragraph, these Articles shall be read as if they do not include any reference to that class or to any consents from, or attendance at any meeting or votes to be cast by, members of that class or directors appointed by that class

- 3 4 No variation of the rights attaching to any class of shares shall be effective except with
- (a) the consent in writing of the holders of not less than three-quarters in nominal value of the issued shares of the relevant class, or
 - (b) the sanction of an extraordinary resolution passed at a separate general meeting of the holders of the shares of the relevant class. To any such separate general meeting all the provisions of these

Articles as to general meetings of the Company shall *mutatis mutandis* apply, but so that the necessary quorum shall be one holder of the relevant class present in person or by proxy and holding or representing not less than one-third in nominal value of the issued shares of the relevant class, that every holder of shares of the class shall be entitled on a poll to one vote for every such share held by him and that any holder of shares of the class present in person or by proxy or (being a corporation) by a duly authorised representative may demand a poll. For the purpose of this Article one holder present in person or by proxy or (being a corporation) by a duly authorised representative may constitute a meeting

3 5 Each of the following shall be deemed to constitute a variation of the rights attached to each class of shares

- (a) any alteration in the memorandum or articles of association of the Company,
- (b) any increase or reduction or subdivision or consolidation or other alteration in the authorised or issued share capital of the Company or any of the rights attaching to any share capital, and
- (c) any resolution to put the Company into liquidation

4. UNISSUED SHARES

4 1 No shares in the Company nor any right to subscribe for or convert any security into shares in the Company shall at any time be allotted unless within one month before that allotment every shareholder for the time being has consented in writing to that allotment and its terms and to the identity of the proposed allottee

4 2 No share of any class nor any right to subscribe for or convert any security into a share of any class shall be allotted otherwise than to the holder of a share of that same class

4 3 Section 89(1) of the Act shall not apply to an allotment of any equity security where the consent to that allotment of every shareholder has been obtained as required by these Articles and that allotment otherwise conforms to the requirements of these Articles

5. INITIAL AUTHORITY TO ISSUE RELEVANT SECURITIES

5 1 Subject to the provisions of these Articles, the directors are authorised to exercise all powers of the Company to allot relevant securities as defined in section 80 of the Act. The maximum nominal amount of relevant securities which may be allotted under this authority shall be the nominal amount of the unissued share capital at the date of adoption of this Article or such other amount as may from time to time be authorised by the Company in general meeting

5 2 The authority conferred on the directors by this article shall remain in force for a period of five years from the date on which the resolution adopting these Articles is passed but may be revoked, varied or renewed from time to time by the Company in general meeting in accordance with the Act. The Company may make any offer or agreement before the expiry of this authority that would or might require relevant securities to be allotted after this authority has

expired and the directors may allot relevant securities in pursuance of any such offer or agreement as if this authority had not expired

6 TRANSFER OF SHARES

- 6 1 All transfers of shares shall be effected by instrument in writing in any form for the time being authorised by the Stock Transfer Act 1963 (or any statutory modification or re-enactment thereof for the time being in force) or in any other form which the directors may approve
- 6 2 No member shall sell, transfer, assign, pledge, charge or otherwise dispose of any share or any interest in the any share except with the prior written consent of all members for the time being

7. ALTERATION OF CAPITAL

- 7 1 The Company may from time to time by special resolution increase the share capital by such sum to be divided into shares of such amount as the resolution shall provide

8. QUORUM AT GENERAL MEETINGS

- 8 1 The quorum at any general meeting of the Company or adjourned general meeting shall be two persons present in person or by proxy, of whom one shall be a holder of A Shares or duly authorised representative of such holder and one shall be a holder of B Shares or duly authorised representative of such holder
- 8 2 No business shall be transacted by any general meeting unless a quorum is present at the commencement of the meeting and also when that business is voted on
- 8 3 If within five minutes (or such longer time as the persons present may all agree to wait) from the time appointed for any general meeting a quorum is not present, the meeting shall be dissolved

9 VOTES

- 9 1 At a general meeting, on a show of hands every member present in person shall have one vote, and on a poll every member present in person or by proxy shall have one vote for each share of which he is the holder, except that
- (a) no shares of one class shall confer any right to vote upon a resolution for the removal from office of a director appointed by holders of shares of the other class under a right to appoint which is a class right, and
 - (b) subject to paragraph (a) of this exception, in the case of any resolution proposed at a general meeting any member voting against such resolution (whether on a show of hands or a poll) shall be entitled to cast such number of votes as is necessary to defeat the resolution
- 9 2 The chairman shall not have a second or casting vote

10. PROXIES

- 10 1 An instrument appointing a proxy shall be in writing, executed by or on behalf of the appointor and in any common form or in such other form as the directors may approve, and the directors may at their discretion treat a faxed or other machine-made copy of an instrument in any such form as an original copy of the instrument. The instrument of proxy shall, unless the contrary is stated in it, be valid for any adjournment of the meeting as well as for the meeting to which it relates, and shall be deemed to include authority to vote as the proxy thinks fit on any amendment of a resolution put to the meeting for which it is given.
- 10 2 The instrument appointing a proxy and (if required by the directors) any authority under which it is executed or a copy of the authority (certified notarially or in any other manner approved by the directors) may be delivered to the registered office, or to some other place or to some person specified or agreed by the directors, before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to act or, in case of a poll taken after the date of the meeting or adjourned meeting, before the time appointed for the taking of the poll, and an instrument of proxy which is not so delivered shall be invalid.

11. NUMBER AND AGE OF DIRECTORS

- 11 1 The number of directors shall not be less than three. No director shall be required to retire or vacate his office, and no person shall be ineligible for appointment as a director by reason of his having attained any particular age. No shareholding qualification for directors shall be required.

12. APPOINTMENT AND REMOVAL OF DIRECTORS

- 12 1 The holder of a majority of the A Shares for the time being shall be entitled to appoint persons to be A Directors of the Company and the holder of a majority of the B Shares for the time being shall be entitled to appoint persons to be B Directors of the Company provided always that there are an equal number of A Directors and B Directors.
- 12 2 Any A Director may at any time be removed from office by the holder of a majority of the A Shares and any B Director may at any time be removed from office by the holder of a majority of the B Shares. Any director who is an employee of the Company and who ceases to be an employee shall be removed from office from the date his employment ceases.
- 12 3 If any A Director or any B Director shall die or be removed from or vacate office for any cause, the holder of a majority of the A Shares (in the case of an A Director) or the holder of a majority of the B Shares (in the case of a B Director) shall appoint in his place another person to be an A Director or a B Director (as the case may be).
- 12 4 Any appointment or removal of a director pursuant to this Article shall be in writing and signed by or on behalf of the holder of a majority of the A Shares or B Shares (as the case may be) and served on each of the other members and the Company at its registered office, marked for the attention of the Secretary or delivered to a duly constituted meeting of the directors of the Company. Any such appointment or removal shall take effect when received by the Company or at such later time as shall be specified in such notice.

- 12 5 The right to appoint and to remove A or B Directors under this Article shall be a class right attaching to the A Shares and the B Shares respectively
- 12 6 If no A Shares or B Shares remain in issue following a re-designation under these Articles, any director appointed by shareholders of that class shall be deemed to have been removed as from the re-designation
- 12 7 No A Director or B Director shall be appointed or removed otherwise than pursuant to this Article, save as provided by law
- 12 8 The post of chairman of the directors will be held in alternate years by an A Director or by a B Director

13. APPOINTMENT AND REMOVAL OF ALTERNATE DIRECTORS

- 13 1 Any director (other than an alternate director) may appoint any person (whether or not a director except for an existing director representing the other class of shares) to be an alternate director and may remove from office an alternate director appointed by him. In these Articles, where the context so permits, the term "A Director" or "B Director" shall include an alternate director appointed by an A Director or a B Director as the case may be
- 13 2 An alternate director shall be entitled to receive notice of all meetings of the directors and of all meetings of committees of directors of which his appointor is a member, to attend and vote at such meetings at which the director appointing him is not personally present, and generally to perform all the functions of his appointor as a director in his absence. An alternate director who is already a director of the Company in his own right, will also be a director (and may vote) in his own right
- 13 3 An alternate director may be paid expenses and shall be entitled to be indemnified by the Company to the same extent as if he were a director but shall not be entitled to receive from the Company any fee in his capacity as an alternate director except such part (if any) of the remuneration otherwise payable to the director appointing him as an alternate director may by notice in writing to the Company from time to time direct

14. NOTICE OF BOARD MEETINGS

- 14 1 A director may, and the secretary at the request of a director shall, call a meeting of directors
- 14 2 Notice of a meeting of the directors shall be deemed to be properly given to a director if it is given to him personally or by word of mouth or sent in writing (including by email) to him at his last known address or any other address given by him to the Company for this purpose, or by any other means authorised in writing by the director concerned
- 14 3 A director may waive notice of any meeting either prospectively or retrospectively
- 14 4 The parties will ensure that at least seven days' notice of a meeting of directors is given to all directors entitled to receive notice accompanied by
- (a) an agenda specifying in reasonable detail the matters to be raised at the meeting, and

(b) copies of any papers to be discussed at the meeting

14 5 A shorter period of notice of a meeting of directors may be given if at least one A Director and one B Director agree in writing

14 6 Matters not on the agenda may not be raised at a meeting of directors or business conducted in relation to those matters unless all the directors agree in writing

15 PROCEEDINGS OF DIRECTORS

15 1 Subject as provided in these Articles, the directors may meet together for the despatch of business, adjourn and otherwise regulate their meetings as they think fit. The directors will try to meet at least monthly

15 2 The quorum at any meeting of the directors shall be two directors, of whom one at least shall be an A Director and one at least a B Director. A person who holds office only as an alternate director shall, if his appointor is not present, be counted in the quorum as an A Director or B Director (as the case may be) reflecting the designation of his appointor. No business shall be transacted at any meeting of the directors unless a quorum is present at the commencement of the meeting and also when that business is voted on. If a quorum is not present within 30 minutes of the time for the relevant meeting as set out in the notice of meeting then the meeting shall be adjourned for two Business days

15 3 Each director has one vote at a meeting of directors

15 4 A committee of the directors must include at least one A Director and one B Director. The provisions of paragraph 15 2 of this Article shall apply equally to meetings of any committee of the directors as to meetings of the directors

15 5 All or any of the directors or members of any committee of the directors may participate in a meeting of the directors or that committee by means of a conference telephone or any communication equipment which allows all persons participating in the meeting to hear each other at the same time. A person so participating shall be deemed to be present in person at the meeting and shall be entitled to vote or be counted in a quorum, and accordingly, subject to paragraph 15 2 of this Article, meeting of the directors or committee of the directors may be held where each of those present or deemed to be present is in communication with the others only by telephone or other communication equipment as aforesaid. A meeting where those present or deemed to be present are in different locations shall be deemed to take place where the largest group of those participating is assembled, or, if there is no such group, where the chairman of the meeting then is

15 6 All decisions made at any meeting of the directors or of any committee of the directors shall be made only by resolution, and no such resolution shall be effective unless more votes are cast for it than against it and at least one A Director and one B Director who is present at the meeting of the directors or of the committee of the directors shall have voted in favour of it. In the case of an equality of votes the chairman shall not have a second or casting vote. If at any time at or before any meeting of the directors or of any committee of the directors all A Directors present or all B Directors present should request that the meeting should be adjourned or reconvened to another time or date (whether to enable further consideration to be given to any matter or for other directors to be present or for any other reason, which he need not state) then

such meeting shall be adjourned or reconvened accordingly, and no business shall be conducted or proceeded with at that meeting after such request has been made. No meetings of directors may be adjourned pursuant to this Article more than once.

16 DIRECTORS' INTERESTS; DISCLOSURE OF INFORMATION

- 16 1 A director who to his knowledge is in any way, whether directly or indirectly, interested in a contract or proposed contract with the Company shall declare the nature of his interest at a meeting of the directors in accordance with the Act. Subject, where applicable, to such disclosure, a director shall be entitled to vote in respect of any contract or proposed contract in which he is interested and if he shall do so his vote shall be counted and he shall be taken into account in ascertaining whether a quorum is present.
- 16 2 Any A Director or B Director shall be entitled from time to time to disclose to the holders of the A Shares or (as the case may be) the holders of the B Shares such information concerning the business and affairs of the Company as he shall at his discretion see fit, subject only to the condition that if there be more than one A shareholder or (as the case may be) B shareholder, the director concerned shall ensure that each of the shareholders of the same class receives the same information on an equal footing.

17 NOTICES; TIME OF SERVICE

- 17 1 Any notice or other document may be served on or delivered to any member by the Company either personally, or by sending it by pre-paid registered post (air mail in the case of an address for service outside the United Kingdom) addressed to the member at its registered address or by fax to a number provided by the member for this purpose, or by leaving it at its registered address addressed to the member, or by any other means authorised in writing by the member concerned.
- 17 2 In the case of joint holders of a share, service or delivery of any notice or other document on or to one of the joint holders shall for all purposes be deemed a sufficient service on or delivery to all the joint holders.
- 17 3 Any notice or other document if given personally shall be deemed served when delivered, if sent by registered post, shall be deemed to have been served or delivered 48 hours after posting to an address in the United Kingdom or five days after posting to an address outside the United Kingdom, and if sent by fax shall be deemed served when despatched. In proving such service or delivery, it shall be sufficient to prove that the notice or document was delivered to the address given for notice, or properly addressed, stamped and put in the post or, in the case of a fax, that such fax was duly despatched to a current fax number of the addressee.
- 17 4 Any requirement in these Articles or in Table A for any notice, resolution or other document to be signed by or on behalf of any person shall be deemed satisfied where a notice, resolution or other document is received with the signature of the relevant person reproduced thereon by means of facsimile copy if such signature is confirmed by receipt of the notice, resolution or document bearing the original signature in manuscript within 14 days of receipt of the reproduction.